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LAW OFFICE
OBERDORFER & BARRY, P.A.

1718 BLANDING BOULEVARD
JACKSONVILLE, FLORIDA 32210

E. CHARLES OBERDORFER
JOHN G. BARRY, III

TELEPHONE
(904) 384-6764
TELECOPIER
(904) 387-0837

December 6, 1996

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-12/10/96--01159--007
*****122.50 *****122.50

Re: San Juan Liquors, Inc.

Gentlemen:

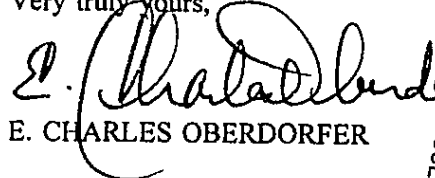
Enclosed herewith is an original and one copy of the Articles of Incorporation of San Juan Liquors, Inc. along with a designation of registered agent form. For your information and review I have also enclosed a photocopy of attorney Maurice W. Goldstein's letter which indicates that the prior holder of the name of this corporation has filed an Articles of Amendment with your office so that the name could be changed in that our client has purchased the business known as San Juan Liquors. I was advised in a telephone conference with a representative of your office that we could proceed with our client's incorporation following the submittal of the above-referenced Articles of Amendment. Please contact me immediately if you have any questions regarding this matter or require further documentation.

Finally, I have enclosed our check in the amount of \$122.50 to cover the following charges:

1. Filing fee of \$35.00;
2. Certified copy of articles, \$52.50;
3. Certificate designating registered agent, \$35.00.

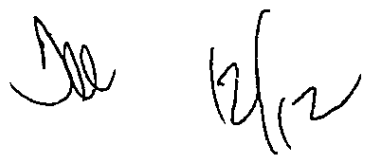
Please return one copy of the articles indicating the filing date and file number. Thank you for your attention to this matter.

Very truly yours,


E. CHARLES OBERDORFER

ECO/lb
encs.
cc: Mr. John F. Mayo

FILED
96 DEC 10 AM 9:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



**ARTICLES OF INCORPORATION
OF
SAN JUAN LIQUORS, INC.**

FILED
96 DEC 10 AM 9:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article One - Name

The name of this corporation shall be: SAN JUAN LIQUORS, INC.

Article Two - Duration

This corporation shall exist perpetually.

Article Three - Purpose

This corporation is organized for the purpose of transacting any or all lawful business.

Article Four - Capital Stock

This corporation is authorized to issue 100 shares of \$10.00 par value common stock.

Article Five - Initial Registered Agent

The principal address of the corporation is 2003 Blanding Boulevard, Jacksonville, Florida 32210, and the name of the initial registered agent of this corporation is John F. Mayo.

Article Six - Initial Board of Directors

This corporation shall have not less than one and no more than two directors. The number of directors or officers may increase from time to time by the Bylaws but shall never be less than one. The names and addresses of the initial officers of the corporation are: John F. Mayo, 5720 Piper Glen Boulevard, Jacksonville, Florida 32222.

Article Seven - Incorporator

The name and address of the person signing these articles is

John F. Mayo, 5720 Piper Glen Boulevard, Jacksonville, Florida 32222.

Article Eight - Amendment

This corporation reserves the right to amend or repeal any provisions created in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 6th day of December, 1996.



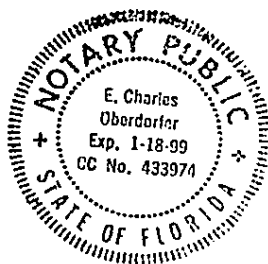
JOHN F. MAYO

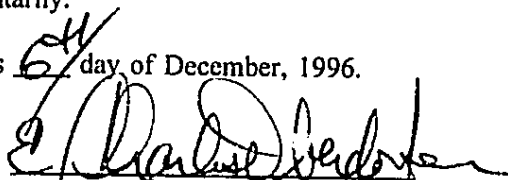
STATE OF FLORIDA

COUNTY OF DUVAL

BEFORE ME, the undersigned authority, appeared **JOHN F. MAYO** who is personally known to me, who executed the foregoing articles and acknowledged before me that he executed those Articles of Incorporation freely and voluntarily.

SWORN TO and subscribed before me this 6th day of December, 1996.





Notary Public
My commission expires:

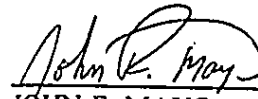
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

FILED
96 DEC 10 AM 9:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In pursuance of Florida Statutes, the following is submitted in compliance with said statutes:
SAN JUAN LIQUORS, INC. desiring to organize under the laws of the State of Florida with
its principal office, as indicated in the Articles of Incorporation, in the City of Jacksonville,
County of Duval, and State of Florida, has named John F. Mayo, 5720 Piper Glen Boulevard,
Jacksonville, Florida 32222 as its agent to accept service of process within this state.

ACCEPTANCE:

Having been named to accept service of process for the above-named corporation, at place
designated in this certificate, I hereby accept to act in this capacity and agree to comply with the
provisions of said statutes relative to keeping open said offices.



JOHN F. MAYO,
Registered Agent